

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listings of Claims:**

Claims 1-10 (canceled)

11. (currently amended): A modulator for combining a plurality of received signals and outputting a desired output signal, the modulator comprising:

(a) a summing amplifier having a first input for receiving a video signal, a second input for receiving a first audio signal, a third input for receiving a second audio signal, and an output for outputting a modulated summed signal;

(b) a first frequency synthesizer for generating a first frequency for mixing with the modulated summed signal to generate a high intermediate frequency (HI-IF) signal; and

(c) a second frequency synthesizer for generating a second frequency for mixing with the HI-IF signal to generate the desired output signal; and

(d) a switch, electrically coupled to the third input of the summing amplifier, for selectively providing the second audio signal to the third input of the summing amplifier.

Claim 12 (canceled)

13. (currently amended): The modulator of claim 11 further comprising:

(e) ~~(d)~~ an audio mixer for receiving a baseband audio input signal and outputting the first audio signal to the second input of the summing amplifier; and

(f) ~~(e)~~ a third frequency synthesizer electrically coupled to the audio mixer for generating a third frequency for mixing with the baseband audio input signal to generate the first audio signal.

14. (currently amended): The modulator of claim 11 further comprising:

(e) ~~(d)~~ an up-conversion mixer having an input electrically coupled to the output of the summing amplifier for receiving the modulated summed signal and outputting the HI-IF signal.

15. (previously presented): The modulator of claim 14 wherein the up-conversion mixer is electrically coupled to the first frequency synthesizer for receiving the first frequency for mixing with the modulated summed signal to generate the HI-IF signal

16. (currently amended): The modulator of claim 11 further comprising:  
(e) ~~(d)~~ a down-conversion mixer for receiving the HI-IF signal and outputting the desired output signal.

17. (previously presented): The modulator of claim 16 wherein the down-conversion mixer is electrically coupled to the second frequency synthesizer for receiving the second frequency for mixing with the HI-IF signal to generate the desired output signal.

18. (previously presented): The modulator of claim 13 further comprising a common communication bus, electrically coupled to the first, second and third synthesizers, for programming the first, second and third frequencies.

19. (currently amended): The modulator of claim 18 ~~further comprising a~~  
wherein the switch is switch, electrically coupled to the common communication  
bus, ~~for selectively providing the second audio signal to the third input of the~~  
~~summing amplifier.~~

20. (previously presented): The modulator of claim 11 further comprising a  
clamp for limiting the amplitude of the video signal.

21. (previously presented): The modulator of claim 20 further comprising  
an adjustable amplifier, electrically coupled to the clamp, for adjusting the gain of  
the video signal.

22. (previously presented): The modulator of claim 21 further comprising a  
common communication bus, electrically coupled to the adjustable amplifier, for  
controlling the gain adjustment.

23. (previously presented): The modulator of claim 21 further comprising a  
limiter, electrically coupled to the adjustable amplifier, for clipping signal peaks of  
the video signal.

24. (previously presented): The modulator of claim 11 further comprising an adjustable amplifier for adjusting the gain of the first audio signal.

25. (previously presented): The modulator of claim 24 further comprising a common communication bus, electrically coupled to the adjustable amplifier, for controlling the gain adjustment.

26. (previously presented): The modulator of claim 11 wherein the modulator is incorporated into a cable television (CATV) settop box.

27. (previously presented): The modulator of claim 26 wherein the desired output signal is coupled to a television receiver external to the modulator.

Claims 28-34 (canceled)